

MINUTES

Canadian Environmental Network

Annual General Meeting 2005

September 23, 2005

Montreal, QC

Present:

Voting Delegates (Members of National Council):

Doug Badger (Aboriginal)

Jennifer Eakins (Yukon EN)

Annie Ferncase (Health Caucus)

Denise Hammel (Aboriginal)

Wesley Johnston (PEIEN)

Martha Kostuch (Water Caucus)

Gabrielle Kretschmar (Agriculture Caucus)

Valérie Langlois (Youth Caucus)

John Michael Lannon (NLEN)

Andrea Lockwood (Forest Caucus)

Pierre Lussier (Francophone)

Alex MacDonald (NSEN)

Pat Moss (Environmental Planning and Assessment Caucus)

Allister Marshall (Aboriginal)

Julie Paquet (NBEN)

Maggie Paquet (Mining Caucus)

Joseph Prymak (MBEN)

Steve Rison (BCEN)

Robert Sexsmith (OEN)

Nashina Shariff (Toxics Caucus)

Michael Simpson (International Caucus)

Andrea Waywanko (AEN)

Regrets (National Caucus):

Jim Elliott (SEN)

Anna Tilman (Atmosphere and Energy Caucus)

Also present: Brigitte Gagné (RCEN Executive Director), Isabelle Therrien (Meeting Chair/Facilitator), Manon Crêteau (Minutes), and other observers from CEN member groups.

1. Introduction

a) Confirmation of the Facilitator's Role

Steve Rison as Chair introduced Isabelle Therrien to act as facilitator for the meeting, who then called the meeting to order at 9:10am.

b) Approval of Robert's Rules of Order

There were no objections to using Robert's Rules of Order for the meeting. Quorum was confirmed, with 22 out of 24 National Council members present.

c) Agenda:

The facilitator noted that "Nominations Committee" should be added as point 8 e.

Maggie Paquet proposed adding under "other business" a discussion of the marginalization of the environmental movement. The facilitator suggested that if no motion or resolution were involved, that discussion would happen after the meeting adjourned.

Moved by Pierre Lussier to approve the agenda as amended. *Seconded* by Pat Moss. No objections. *Carried*.

d) Resolutions Committee

It was announced that the Resolutions Committee (Helen Forsey, Pat Moss, Valérie Langlois) will be available during the meeting break to receive proposals for resolutions.

2. Minutes of the 2004 AGM

There were no objections to waiving the reading of the Minutes.

Moved by Pierre Lussier to approve the list of Corrections to the 2004 AGM Minutes listed in the delegates' handout. *Seconded* by Annie Ferncase. No objections. *Carried*.

Moved by Andrea Waywanko to add into the 2004 AGM Minutes, under point 4, the approval of the 2003-2004 audited financial statements, inadvertently omitted from the Draft Minutes. *Seconded* by Robert Sexsmith. No objections. *Carried*.

Action Item: Pat Moss requested that the approved revised set of minutes for 2004 be sent out to the NC in the following weeks.

Moved by Pierre Lussier to adopt the 2004 AGM Minutes as corrected. *Seconded* by Doug Badger. No objections. *Carried*.

3. Chair's Report

Steve Rison presented the Chair's Report for 2004.

4. Treasurer's Report

Andrea Waywanko presented the Treasurer's Report and audited financial statement for 2004-5. Gratitude was expressed towards Kaissy Yu and the Finance Committee (with National Council members Pat Moss, Pierre Lussier and Bob Sexsmith) for their hard work. Andrea noted that the office was robbed twice; the office had to purchase computer equipment several times in the past year, affecting the financial situation.

Andrea presented the audited Financial Statements. There were no comments or letters of improvement from auditors. Comparing this latest fiscal year to the last, the RCEN is in a better financial situation regarding assets and liabilities. Our goal is to balance expenditures and revenues over a 2-year period, currently the period for which EC provides core funding. We are trying to move towards a 5-year funding agreement. Thanks were expressed to Andrea.

Moved by Andrea Waywanko to adopt the 2004-5 Financial Statements. *Seconded* by Bob Sexsmith. No objections. *Carried*.

5. Ratification of the Financial Auditing Firm for 2005-2006

Appointment of auditor.

Moved by Andrea Waywanko to engage the services of Parker Prins Seel for the 2005-2006 audited financial statements. *Seconded* by Pat Moss. No objections. *Carried*.

6. By-law Amendments

Proposed Amendment to Bylaw 7.06 a) Meetings

Moved by Michael Simpson to approve the following proposed amendment to bylaw 7.06 a), in order to meet requirements of Industry Canada.

"Meetings of the Board of Directors shall be held from time to time and at any place in Canada that the Board of Directors, the Chair or any two directors may determine. There shall be at least four Directors meetings per year. With the consent of all directors IN ADVANCE, one or more directors may participate in a meeting by using a telephone or other such means of communication as ENSURES EQUAL ACCESS FOR ALL DIRECTORS, AND PERMITS all participants to hear each other, SPEAK TO EACH OTHER DIRECTLY, AND PARTICIPATE FULLY IN THE DISCUSSION. IN SUCH A MEETING, ALL PARTICIPATING DIRECTORS shall be deemed to be present AND PART OF QUORUM. VOTING SHALL BE OUTLINED IN SUBSECTION d) BELOW, WITH EACH VOTE RECORDED BY NAME BY THE MINUTE-TAKER, AND VERIFIED BY THE DIRECTOR CHAIRING THE MEETING. THE BOARD SHALL ESTABLISH THE NECESSARY PROCEDURES TO ENSURE THE SECURITY OF SUCH MEETINGS."

Seconded Valérie Langlois. No objections. *Carried*.

Proposed Amendments to Bylaw 6.01 and 7.01

Moved by Valérie Langlois to accept the following proposed amendments, as a package, in order to incorporate more youth into the governance of the CEN.

National Council

"6.01 e) One additional Youth individual, aged 29 or under at the time of the election, elected by the National Council from among the member groups of the RCEN upon consideration of a recommendation from the Nominations Committee."

A new section h) to parallel sub-sections e) and f) (which would be renumbered as f) and g) if new subsection e) is accepted.) The new subsection h) would read:

"h) Additional Youth representatives, if needed to bring Youth representation on the NC up to a minimum of four (4); these individuals shall be elected by the NC from among the member groups of the RCEN upon consideration of a recommendation from the Nominations Committee".

Note: If both of these are accepted, then the current subsection g) would be renumbered as i) and it would be referred to "sub-section a) to g) above.

Board of Directors:

"7.01g) 1 (one) Youth representative

h) 2 additional representatives from the National Council"

Seconded by Annie Ferncase. Comments and questions were accepted from the floor. No objections. *Carried.*

7. Report from the Nominations Committee

On behalf on Cliff Wallis, Brigitte Gagné presented the report of the Nominations Committee, composed of: Andrea Dykstra, Joseph Prymak, Louise Gratton, Cliff Wallis, and Laura MacPherson.

Changes in National Council: Andrea Lockwood has replaced Cliff Wallis as the Forest Caucus Representative. Julie Paquet has been re-elected as the New-Brunswick Environmental Network representative. Andrea Waywanko has been re-elected as the Alberta Environmental Network representative. Allister Marshall's term as Aboriginal Representative is up; he is eligible to reapply for re-election. Anna Tilman has replaced John Bennett as the Atmosphere & Energy Caucus Representative. Alex MacDonald has replaced Andrea Dykstra as the Nova Scotia Environmental Network representative. Wesley Johnston has replaced Laura MacPherson as the PEI Environmental Network representative

There are three National Council seats to be filled: 2 Aboriginal representatives and one francophone. The Committee's report proposed referring these vacancies to the Nominations Committee to seek individuals with the required letters of support to take up these positions.

Changes to Board of Directors: Julie Paquet is retiring this year and will not stand for re-election. Two Directors' positions are up for election: the Regional Affiliate

Representative and a member at large from the National Council. Andrea Waywanko has agreed to stand for election for the Affiliate Representative position. Valérie Langlois has agreed to stand for election as a member at large.

Steve Rison has agreed to stand for election as Chair of the National Council and Board of Directors.

The following people have agreed to stand for election to the Nominations Committee: Joseph Prymak, Cliff Wallis, Helen Forsey, Doug Badger, Valérie Langlois.

8. Elections:

a) and b) Francophone and Aboriginal seats on the National Council

Moved by Andrea Waywanko to refer to the Nominations Committee the task of filling the Francophone seat and 2 aboriginal seats on National Council. *Seconded* by Maggie Paquet. None opposed. *Carried*.

c) Chair (National Council & Board of Directors)

Moved by Bob Sexsmith to nominate Steve Rison as Chair of the National Council and Board of Directors. No other nominations. Steve Rison is elected by acclamation.

d) Board of Directors

Andrea Waywanko nominated for Regional Representative on the Board of Directors. No other nominations. Andrea Waywanko is elected by acclamation.

Valérie Langlois nominated for Member at large on the Board of Directors. No other nominations. Valérie Langlois is elected by acclamation.

e) Nominations Committee

Nominations for the Nominations Committee: Joseph Prymak, Cliff Wallis, Helen Forsey, Doug Badger, Valérie Langlois. No other nominations for the Nominations Committee. All the above elected by acclamation.

9. General Resolutions

Moved by Robert Sexsmith:

"Whereas the present size of the NC placed certain restrictions on broad-based participation in the democratic structure of the RCEN, be it resolved that the Board prepare proposals for consideration at the 2006 AGM to include at least 2 representatives from each affiliate."

Seconded by Julie Paquet.

Moved by Andrea Waywanko to refer the resolution to the Board. *Seconded* by Maggie Paquet. Discussion included support for expanding Affiliate representation on NC, other representation, need for mentoring, concerns about costs, etc.

Voting: 15 for referral; 4 against. Motion to refer: *Carried*.

Moved by Robert Sexsmith:

"Whereas the English language name of this organization is the Canadian Environmental Network (CEN) and the French name is the Réseau canadien de l'environnement (RCE), be it resolved that all French documents use the name 'RCE' and that all English documents use the name 'CEN', or alternatively, that the name/acronym RCE/CEN or CEN/RCE be used."

Seconded by Valérie Langlois. Discussion included possibility of confusion, enhanced image (especially in Quebec) of single organization embracing French and English, simplicity of single bilingual acronym. Voting: 1 for. Majority against. *Defeated*.

10 Other Business

There was no other business, except to announce that there will be discussion of the issue of marginalization of the environmental movement, in particular the Sector Sustainability Tables, following adjournment.

11. Evaluation & Adjournment

The floor was opened for comments on the meeting: It was noted that today's Annual General Meeting was one of the most effective and harmonious meetings in years. Thanks and congratulations were expressed to Brigitte and the entire CEN staff for all their work and the successful meeting.

Moved by Valérie Langlois to adjourn the meeting. *Seconded* by Pat Moss. *Carried*.

Meeting adjourned at 11:20am EDT.